

1 BRAD BRIAN (State Bar No. 79001)
Brad.Brian@mto.com
2 THOMAS B. WALPER (State Bar No. 96667)
thomas.walper@mto.com
3 HENRY WEISSMANN (State Bar No. 132418)
henry.weissmann@mto.com
4 BRADLEY SCHNEIDER (State Bar No. 235296)
bradley.schneider@mto.com
5 **MUNGER, TOLLES & OLSON LLP**
6 350 South Grand Avenue
Fiftieth Floor
7 Los Angeles, California 90071
Telephone: (213) 683-9100
8 Facsimile: (213) 683-3702
9

10 *Attorneys for Debtors
and Debtors in Possession*

11
12 **UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**
13

14 In re
15 PG&E CORPORATION,
16 -and-
17 PACIFIC GAS AND ELECTRIC
COMPANY,
18 Debtors.

19 Affects PG&E Corporation
20 Affects Pacific Gas and Electric Company
21 Affects both Debtors

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

22 **FOURTH SUPPLEMENTAL
DECLARATION OF HENRY
WEISSMANN IN SUPPORT OF
APPLICATION OF DEBTORS
PURSUANT TO 11 U.S.C. § 327(e) AND
FED. R. BANKR. P. 2014(a) AND 2016
FOR AUTHORITY TO RETAIN AND
EMPLOY MUNGER, TOLLES & OLSON
LLP AS COUNSEL FOR CERTAIN
MATTERS FOR THE DEBTORS
EFFECTIVE AS OF THE PETITION
DATE**

1 Pursuant to 28 U.S.C. § 1746, I, Henry Weissmann, hereby declare as follows:

2 I am a partner at Munger, Tolles & Olson LLP (“**MTO**” or the “**Firm**”), located at 350 S.
3 Grand Ave., 50th Floor, Los Angeles, California 90071, and have been duly admitted to practice
4 law in the State of California and the United States District Courts in California.

5 I submit this declaration (“**Fourth Supplemental Declaration**”) to supplement my initial
6 declaration filed on April 1, 2019 [Docket No. 1168] (as amended and supplemented by my
7 amended declaration filed on April 2, 2019 [Docket No. 1181]), first supplemental declaration
8 filed on April 10, 2019 [Dkt No. 1301], second supplemental declaration filed on June 14, 2019
9 [Dkt. 2522], and third supplemental declaration filed on February 4, 2020 [Dkt. 5614] in support
10 of the Application of PG&E Corporation and Pacific Gas and Electric Company, as debtors and
11 debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the
12 “**Chapter 11 Cases**”), for authority to employ and retain MTO as their counsel for certain Specific
13 Matters as set forth in the orders authorizing the retention of MTO, effective as of January 29,
14 2019 (the “**Petition Date**”), pursuant to section 327(e) of title 11 of the United States Code (the
15 “**Application**”).¹

16 The *Order Authorizing Debtors Pursuant to 11 U.S.C. § 327(e) and Fed. R. Bankr. P.*
17 *2014(a) and 2016 for Authority to Retain and Employ Munger, Tolles & Olson LLP as Counsel*
18 *for Certain Matters for the Debtors Effective as of the Petition Date* [Docket No. 1677] was
19 entered on April 25, 2019, as amended by orders dated October 2, 2019 [Docket No. 4083], and
20 November 15, 2019 [Docket No. 4757].

21 Exhibit 2 to the April 2, 2019 Weissmann Declaration listed those parties in interest who,
22 or whose affiliates, are current or former clients of MTO and were included on a list of potential
23 parties in interest in the Debtors chapter 11 cases that Weil, Gotshal & Manges LLP (“**Weil**”)
24 provided to MTO.

25 Weil subsequently provided an updated list of potential parties in interest in the Debtors
26 chapter 11 cases, attached hereto as **Exhibit 1**. To comply with Bankruptcy Rule 2014 and as

27
28 ¹ Capitalized terms used but not defined herein shall have the meaning given those terms in the
Application.

1 stated in the Application and Weissman Declarations, MTO conducted a supplemental
2 investigation of its records, comparing the names of the potential parties in interest on Exhibit 1
3 with its list of current and former clients, pursuant to the procedures described in the Weissmann
4 Declarations. *See April 2, 2019 Weissmann Declaration at p.11. [Docket No. 1181]* The potential
5 parties in interest on Exhibit 1 who, or whose affiliates, are or have been MTO clients within the
6 last two years ending March 31, 2020, are listed on **Exhibit 2** to this Fourth Supplemental
7 Declaration.

8 None of the representations listed on Exhibit 2 are adverse to the interests of the Debtors or
9 their estates with respect to the Specific Matters, and all prior and current MTO representations of
10 the clients, former clients, or their affiliates and/or subsidiaries listed on Exhibit 2 are or have been
11 in matters unrelated to the Specific Matters.

12 Certain parties in interest are insurance companies who provide insurance to clients of
13 MTO and in some circumstances pay the invoices of MTO in representations of insured persons.
14 MTO is not receiving payment from any insurer for the Specific Matters in which MTO is
15 representing the Debtors in these chapter 11 cases.

16 To the extent MTO is representing the Debtors in a Specific Matter and there is an actual
17 conflict of interest between the Debtors and a party on Exhibit 2 who is a current client and for
18 which a written informed consent waiver does not exist or is not obtained, the Debtors will be
19 represented by separate counsel with respect to that party or that matter.

20 I believe that MTO does not represent or hold any interest adverse to the Debtors or their
21 estates with respect to the Specific Matters.

22 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true
23 and correct.

24
25
26
27
28

1 DATED: May 8, 2020

2 By: /s/ Henry Weissmann

3 Henry Weissmann
4 MUNGER, TOLLES & OLSON LLP
5 350 South Grand Avenue, 50th Floor
6 Los Angeles, California, 90071
7 Telephone: (213) 683-9150
8 Facsimile: (213) 683-5150

9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Exhibit 1

2 Advent International Corp.
3 Advent International GmbH
4 Advent Underwriting Ltd.
Aegon Asset Management
5 Agajanian Inc.
AIG - Certain affiliates of American International Group
6 AIG Investments
American Construction and Supply Inc.
7 American International Group, Inc.
American Modern Home Insurance Company
8 Baker, Lynn A., Special Counsel, Ad Hoc Group of Unsecured Tort Claimant Creditors
Burns & McDonnell Engineering Company Inc.
9 Capital Group
Citigroup Financial Products, Inc.
10 Citigroup Global Markets
City of San Jose
11 County of Alameda
County of Calaveras
County of Fresno
County of Madera
County of Marin
County of Mariposa
County of Monterey
County of Santa Clara Department of Tax and Collections
12 County of Santa Cruz
County of Sonoma
County of Stanislaus
County of Tulare
County of Tuolumne
County of Yolo
13 Covington & Burling LLP
Cushman & Wakefield, Inc.
Deuschel, Laurie A.
14 Dighton, John Randall
Dighton, Linda
15 Fidelity Management & Research Company, on behalf of certain funds and accounts
Fir Tree Partners
16 Freemont Bank N.A.
FTI Consulting, Inc.
Gowins, Karen K.
HMT LLC
17 Interstate Fire and Casualty Company
Kelly, Richard
18 KMPG Abogados
KMPG AG
KPMG LLP
KMPG SA
19 KPMG Law Rechtsanwaltsgesellschaft
Law Office of Juliana M. Cipriano
Liberty Mutual
20 Live Nation c/o Matt Prieshoff and Contra Costa County
Lockhart, Karen
Loo, Angela
21 Marble Ridge Capital
MassMutual Life Insurance Company

1 Maxwell, Samuel
Monarch Alternative Capital LP, on its own behalf and on behalf of its advisory clients
2 MSD Capital, L.P.,
Napa County Recycling & Waste Services LLC
3 Napa Recycling & Waste Services LLC
Newsome, Judge Randall, was appointed as mediator
4 Northern Holdings LLC
Northern Recycling and Waste Services LLC
5 Oliver, Nancy
Oliver, Teddy
6 OneBeacon / Atlantic Specialty Ins. Co.
Pacific Life Insurance Company
7 Paradise Irrigation District
Paradise Unified School District
8 Quanta Energy Services LLC
Santa Clara Department of Tax and Collections
Sculptor Capital Management
9 Silver, Wayne A.
Sixth Street Partners – Subrogation Claimant
10 Slocum, Susan
Smelser, Grant
11 State Farm Mutual Automobile Insurance Company
State Farm Mutual Automobile Insurance Company and its affiliates and subsidiaries
12 Strategic Value Partners, LLC
TerraForm Power, Inc.
13 Travelers Indemnity Company of Connecticut
Trident DMG LLC
14 Trotter (Ret), Hon. John K., as Trustee, Ad Hoc Group of Unsecured Tort Claimant Creditors
United States of America
15 United States of America Interested Party United States on behalf of the Federal Energy Regulatory Commission
United States on behalf of the Federal Energy Regulatory Commission
16 Wagner Family Wines-Caymus Vineyards
Wehe, Tommy
17 Whitebox Advisors LLC
Whitebox Asymmetric Partners, LP
18 Whitebox Multi-Strategy Partners, LP
Wilson, Gregory
19 Yanni, Cathy, as claims administrator, Ad Hoc Group of Unsecured Tort Claimant Creditors
Zenith Insurance Company
20 Zurich Insurance Company Ltd.
21
22
23
24
25
26
27
28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Exhibit 2

Interested Party	Status
Citigroup Financial Products, Inc.	MTO has in the past represented this entity and/or certain affiliates or subsidiaries in matters wholly unrelated to the Debtors' chapter 11 cases
Citigroup Global Markets	MTO has in the past represented this entity and/or certain affiliates or subsidiaries in matters wholly unrelated to the Debtors' chapter 11 cases
Fidelity Management & Research Company, on behalf of certain funds and accounts	MTO currently represents and/or has in the past represented this entity and/or certain affiliates or subsidiaries in matters wholly unrelated to the Debtors' chapter 11 cases
Marble Ridge Capital	MTO currently represents and/or has in the past represented this entity and/or certain affiliates or subsidiaries in matters wholly unrelated to the Debtors' chapter 11 cases
Sixth Street Partners – Subrogation Claimant	MTO has in the past represented this entity and/or certain affiliates or subsidiaries in matters wholly unrelated to the Debtors' chapter 11 cases
United States of America; United States of America Interested Party United States on behalf of the Federal Energy Regulatory Commission; United States on behalf of the Federal Energy Regulatory Commission	MTO presently represents the United States House of Representatives in a pro bono matter that is wholly unrelated to the Debtors' chapter 11 cases.